

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF VIRGINIA
ALEXANDRIA DIVISION

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ANDREI SINIOUKOV, Individually and on
Behalf of All Others Similarly Situated,

Plaintiff,

- v. -

SRA INTERNATIONAL, INC. et. al.,

Defendants.
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No. 11 Civ. 447(LO)(TRJ)

THE PROVIDENCE DEFENDANTS' OPPOSITION
TO PLAINTIFF'S MOTION TO LIFT THE STAY

Defendants Providence Equity Partners LLC, Sterling Parent Inc. and Sterling Merger Inc. (the "Providence Defendants") respectfully ask the Court to deny Plaintiff's motion to lift the stay that the imposed on May 20,2011 and for adjudication of Plaintiff's claim for injunctive relief. For the reasons stated in the opposition brief submitted by SRA International, Inc. ("SRA"), which the Providence Defendants hereby incorporate by reference, there is no basis to lift the stay or enjoin the SRA shareholder vote. In particular:

1. There have been no developments in the Delaware action that would justify lifting the stay on this case. The Delaware plaintiff continues to prosecute its fiduciary duty claims – the same claims asserted here by Plaintiff – and there has been no settlement of any claims. The fact that the Delaware plaintiff has decided, after extensive discovery and additional disclosures by SRA, not to seek to enjoin the shareholder vote is not a sufficient basis to lift the stay.

2. The so-called “emergency” that Plaintiff claims is entirely of its own making. Plaintiff had every opportunity to follow the Court’s advice and seek to intervene in the Delaware case. Having chosen not to do so, Plaintiff cannot claim that the impending shareholder meeting – which was announced weeks ago – justifies lifting the stay here in Virginia.

3. Plaintiff has made no attempt to rectify, or even address, its complete failure to follow the procedural requirements set forth in the PSLRA. Even if the Court found that lifting the stay were otherwise justified, the PSLRA would still require that the case remain stayed.

4. Finally, even if the Court were to lift the stay, Plaintiff has not properly brought a motion for a preliminary injunction, and in any case, does not come close to satisfying any part of the standard for granting such extraordinary relief. Even a small delay would put the entire transaction at risk and jeopardize the substantial economic benefit that the SRA shareholders stand to receive – a cash payment representing a premium of more than fifty percent over the unaffected price of SRA stock.

Dated: Alexandria, Virginia
July 13, 2011

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CERTIFICATE OF SERVICE

I certify that on this 13th day of July, 2011, a true and correct copy of the foregoing pleading or paper was served using the Court's CM/ECF system, with electronic notification of such filing sent to the following counsel of record through the CM/ECF system or by e-mail [*]:

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